JUL 0 5 2005 Doc Code

PTO/SB/82 (09-04)
Approved for use through 11/30/2005. OMB 0651-0035
Patent and Trademark Office: U.S. DEPARTMENT OF COMMERCE

Under the Reperwork Reduction Act of 1995, no persons are required to respond to a collection of Information unless it displays a valid OMB control number.

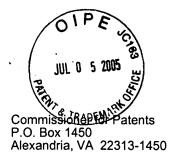
#### REVOCATION OF POWER OF ATTORNEY WITH NEW POWER OF ATTORNEY AND CHANGE OF CORRESPONDENCE ADDRESS

	, , , , , , , , , , , , , , , , , , , ,	_
Application Number	09/190,208	1
Fillng Date	11/13/2005	
First Named Inventor	Jiasho Chen	
Art Unit	2643	
Examiner Name	Łuπ S. Lao	
Attorney Docket Number	Chen 3-1	

I hereby revoke all previous powers of attorney given in the above-identified application:							
	er of Attorn	ey is submitted here	ewith.				
	OR  I hereby appoint the practitioners associated with the Customer Number:  46900						
Please	Please change the correspondence address for the above-identified application to:						
	The address associated with Customer Number:						
OR							
Firm or Individua	al Name						
Address							
City				State		ZIP	
Country							
Telephone				Fax			
I am the:   Applicant/Inventor							
SIGNATURE of Applicant or Assignee of Record							
Signature Jost Alla Ch. Lella							
Name	Scott McLellan						
Date				·	Telephone 610-712-3750		
NOTE: Signa multiple forms if	multiple forms if more than one signature is required, see below.						
*Total offorms are submitted.							

This collection of information is required by 37 CFR 1.38. The information is required to obtain or retain a benefit by the public which is to file (and by the USPTO to process) an application. Confidentiality is governed by 35 U.S.C. 122 and 37 CFR 1.11 and 1.14. This collection is estimated to take 3 minutes to complete, including gathering, preparing, and submitting the completed application form to the USPTO. Time will very depending on the individual case. Any comments on the amount of time you require to complete this form and/or suggestions for reducing this burden should be sent to the Chief information Officer, U.S. Patent and Trademark Office, U.S. Department of Commerce, P.O. 80x 1450, Alexandria, VA 22313-1450. DO NOT SEND FEES OR COMPLETED FORMS TO THIS ADDRESS. SEND TO: Commissioner for Patents, P.O. 80x 1450, Alexandria, VA 22313-1450.

If you need assistance in completing the form, call 1-800-PTO-9199 and select option 2.



## IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Re: Attorney Docket No. Chen 3-1

#### **STATEMENT UNDER 37 CFR 3.73(b)**

Applica	nt/Paten	t Owner: Agere Systems Inc.				
Applica	tion No./	Patent No.: <u>09/190,208</u> Filed/Issued Date: <u>11/13/1998</u>				
Entitled	: Method	d and Apparatus for Processing Interaural Time Delay in 3D Digital Audio				
Age	re Syste (Name	ems Inc. c of Assignee)  Corporation (Type of Assignee, e.g., corporation, partnership, university, government agency, etc.)				
States t	hat it is:					
1.	[X]	the assignee of the entire right, title, and interest; or				
2.	[ ]	an assignee of less than the entire right, title, and interest.  The extent (by, percentage) of its ownership interest is%				
In the p	atent ap	plication/patent identified above by virtue of either:				
Α.	[]	An assignment from the inventor(s) of the patent application/patent identified above. The assignment was recorded in the United States Patent and Trademark Office at Reel, Frame, or for which a copy thereof is attached.				
OR						
B.	[X]	A Chain of title from the inventor(s), of the patent application/patent identified above, to the current assignee as shown below:				
	1.	From: Inventor(s)  To: Lucent Technologies, Inc. The document was recorded in the United States Patent and Trademark Office at Reel 9933, Frame 0399, or for which a copy thereof is attached.				
	2.	From: Lucent Technologies Inc. To: Agere Systems Guardian Corp., The document was recorded in the United States Patent and Trademark Office at Reel, Fame, or for which a copy thereof is attached.				
	3.	From: Agere Systems Guardian Corp. To: Agere Systems Inc. The document was recorded in the United States Patent and Trademark Office at Reel, Fame, or for which a copy thereof is attached.				
	[]	Additional documents in the chain of title are listed on a supplemental sheet.				
[X]	Copies	of assignments or other document in the chain of title are attached. [Note: A separate copy (i.e., the original assignment document or a true copy of the original documents) must be submitted to Assignment Division in accordance with 37 CFR Part 3, if the assignment is to be recorded in the records of the USPTO. See MPEP 302.08]				
The und	lersigned	d (whose title is supplied below) is authorized to act on behalf of the assignee.				

Customer No. 46900

Mendelsohn & Associates, P.C. 1500 John F. Kennedy Blvd., Suite 405 Philadelphia, Pennsylvania 19102 Respectfully submitted,

Steve Mendelsohn Registration No. 35,951 Attorney for Assignee

(215) 557-6657



by and between

and

AGERE SYSTEMS GUARDIAN CORP.

Dated as of January 30, 2001

## PATENT ASSIGNMENT

THIS PATENT ASSIGNMENT (this "Assignment"), effective as of January 30, 2001 (the "Effective Date"), is by and between Lucent Technologies Inc., a Delaware corporation, with offices at 600 Mountain Avenue, Murray Hill, New Jersey 07974, United States of America, ("ASSIGNOR") and Agere Systems Guardian Corp., a Delaware corporation, with offices at 555 Union Boulevard, Allentown, PA 18109, United States of America ("Agere Systems Guardian").

### RECITALS

- A. WHEREAS, the Board of Directors of ASSIGNOR has determined that it is in the best interests of ASSIGNOR and its stockholders to separate ASSIGNOR's existing businesses into two independent businesses;
- B. WHEREAS, ASSIGNOR presently owns or controls certain patents, patent applications, and invention submissions listed in the attached Appendices A and B (hereinafter "TRANSFERRED PATENTS") and;
- C. WHEREAS, in furtherance of the foregoing separation, ASSIGNOR desires to transfer, assign, convey, deliver and vest all of its interests and rights in TRANSFERRED PATENTS for all countries, jurisdictions and political entities of the world, to and in Agere Systems Guardian;

NOW, THEREFORE, in consideration of the premises and for other good and valid consideration, the receipt and sufficiency of which are hereby acknowledged, the parties, intending to be legally bound, agree as follows:

ASSIGNOR, subject to existing rights and licenses of third parties, does hereby assign, convey, transfer and deliver, and agrees to assign, convey, transfer and deliver to Agere Systems Guardian, its successors, assigns and legal representatives or nominees, ASSIGNOR's entire right, title and interest, for all countries, jurisdictions and political entities of the world, along with the right to sue for past infringement, to all TRANSFERRED PATENTS listed on Appendices A and B, and corresponding counterpart foreign patents and patent applications, with respect to which, and to the extent to which, ASSIGNOR now has or hereafter acquires the right to so assign, convey, transfer and deliver. Agere Systems Guardian recognizes that ASSIGNOR holds only bare legal title to the TRANSFERRED PATENTS listed in Appendix A (which lists holds only bare legal title to the TRANSFERRED PATENTS listed in Appendix A (which lists the United States Patents and patent applications previously exclusively licensed to Lucent Technologies Microelectronics Guardian Corp.).

ASSIGNOR and ASSIGNEE recognize that the patents listed in Appendices A and B may inadvertently include patents that are owned by various subsidiaries of ASSIGNOR, including Agere, Inc., Ortel Corporation, Optimay Corporation, Herrmann Technology, Inc., and including Agere, Inc., Ortel Corporation of such patents shall not be affected by this Patent Enable Semiconductor, Inc. Ownership of such patents shall not be affected by this Patent

REST AVAILABLE COPY

1d:12

Assignment, and ASSIGNEE agrees that any such patents shall be deemed deleted from Appendices A and B.

ASSIGNOR agrees that, upon request it will, at any time without charge to Agere Systems Guardian, but at Agere Systems Guardian's expense, furnish all necessary documentation relating to or supporting chain of title, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient for vesting title to TRANSFERRED PATENTS in Agere Systems Guardian, its successors, assigns and legal representatives or nominees; including but not limited to any acts which may be necessary, desirable or convenient for claiming said rights and for securing and maintaining patents for said inventions in any and all countries and for vesting title thereto in Agere Systems Guardian and its respective successors, assigns and legal representatives or nominees.

## **BEST AVAILABLE COPY**

NO.131

IN WITNESS WHEREOF, the parties have caused this PATENT ASSIGNMENT to be executed by their duly authorized representatives as of the Effective Date.

LUCENT TECHNOLOGIES INC.

Daniel P. McCurdy

President, Intellectual Property Business

AGERE SYSTEMS GUARDIAN CORP.

President

## ACKNOWLEDGMENT

STATE OF NEW JERSEY) COUNTY OF SOMERSET)

2001, Daniel P. McCurdy personally came before me and this person acknowledged under oath, to my satisfaction that: I CERTIFY that on \_ COLXBAC a.) this person signed, sealed and delivered the attached Patent Assignment as President -

Intellectual Property Business of Lucent Technologies Inc.; and

b.) this Patent Assignment was signed and made by Lucent Technologies Inc. as its voluntary act and deed by virtue of authority from its Board of Directors.

Notary Public

TAMORA ANNE HANNA Notary Public of New Jorsey My Commission Expiressistered in Hunterdon County
My Commission Expires March 25, 2002

[Notarial Seal]

STATE OF FLORIDA)

COUNTY OF ORANGE)

, 2001, Fred M. Romano personally came before me and this person acknowledged under oath, to my satisfaction that: a.) this person signed, sealed and delivered the attached Patent Assignment as

Vice President of Agere Systems Guardian Corp.; and

b.) this Patent Assignment was signed and made by Agere Systems Guardian Corp. as its voluntary act and deed by virtue of authority from its Board of Directors.

Notary Public

My Commission Expires:

[Notarial Scal]



# APPENDIX B (continued) / Transferred Patents

Chairabarti 31-24-5-7-10 Chisraborty 8-2 Chairaborty 8-2 Chair	Case Name	Filing Date	Isaue Date	Patent No.	
Chart 3-4-1-3-4-1-3-4-1-7  Chardross 83-13-3-6-1-7  Chardross 83-12-3-6-1-7  Chardross 83-12-3-6-1-7  Chardross 83-12-3-6-1-7  Chardross 83-12-3-6-1-7  Chardross 83-12-3-6-1-7  Chardross 83-12-3-6-1-7  Chardross 83-12-3-7  Chardross 83-12-3	Chakrabarti 31-24-5-7-10	2770777		. =14111 (40.	Serial No.
Chandross 53-11-3-3-6-14-7: 10/1/1909	Unakraborty 6.2	11/22/48/20			A4
23	Chan 1-5-8-1	8/11/2000	•		08/515102
Chandrosa 82-8-3-8-1 Chandrosa 82-8-3-8-1 Chandrosa 82-12-8 Chandrosa 81-10 Chandrosa 81-10 Chandrosa 81-10 Chandrosa 81-12-8-23 Chandrosa 81-12-8-12-8-12 Chandrosa 81-12-8-12 C	Chandross 53-11-3-3-6-14-7-	18/1/1990		09/637060	09/197977
Chardross 82-12-2 22/19/88 4/4/2000 6045977 Chardross 89-16-2 22/19/88 09/02/59/8 09/02/59/8 Chardross 89-16-2 21/2/19/89 09/02/59/8 09/02/59/9	43	1 - 17 10 au			
Chardross 88-19	Chandross 62-8-3-5-1	2/19/100n	444		
Characterist # 19	Chandrose 82-12-8		4/4/2000	8045927	
Grandress 88-2-33-12 Chandress 91-1-28-23 Chang 5-12 Chang 5-12 Chang 5-12 Chang 5-12 Chang 5-16-40 Chang 5-16-40 Chang 5-16-40 Chang 5-16-40 Chang 5-16-40 Chang 7-20-10 Chang 1-3-14-32 Chang 5-16-40 Chang 7-20-10 Chang 1-3-14-32 Chang 7-20-10 Chang 1-3-14-32 Chang 7-20-10 Chang 1-3-14-32 Chang 1-	Chandross 88-19	7/11/1000			
Charg 5-12 7/3/1997 08/503974 09/85210 Charg 5-18-40 42/1/1999 08/503974 09/850327	Chandross 89-22-33-12	12/7/1006			AT Manage
Chang 6-3-16-40	Chandross 91-1-25-23	11/20/1000		,	U8/352874
Charg 7-20-10	Chang 5-12	2/34/4009			09/456210
Charge 7-20-10 Chagin 1-3-3-4-32 Charies 1-4 Chauthry 2-3-5 Charies 1-4 Chauthry 6-7-3-83-9 Chauthry 7-3-14-118-12 Chauthry 6-7-3-83-9 Chauthry 7-3-14-118-12 Chauthry 6-7-3-83-9 Chauthry 8-1-3-8-14-1-9 Chauthry 8-1-3-8-19 Chau	Chang 6-5-16-40	//31/1887 4/34/4000		08/9030±4	09/450525
Charles 1-4 11/13/1997	Chang 7-20-10	1004000		V-040614	<b>**</b>
Chaudiny 2-3-8-3-9 Chaudiny 2-3-8-3-9 Chaudiny 7-9-14-118-12 Chaudiny 7-9-14-118-12 Chaudiny 7-9-14-118-12 Chaudiny 7-9-14-118-12 Chaudiny 8-13-28-141-9 Cheen 1-1-54 Cheen 1 5-20/1999 Cheen 1-1-54 Chen 1 5-20/1999 Cheen 1-1-54 Chen 10-73-8-147-19 Chen 10-73-8-147-19 Chen 10-73-8-147-19 Chen 1-1-38-1 Chen 1-1-1 Chen 1-1 Chen 1-1-1 Chen 1-1-1 Chen 1-1-1 Chen 1-1-1 Chen 1-1-1 Chen 1-1 Chen 1-1-1 Chen 1-1-1 Chen 1-1-1 Chen 1-1-1 Chen 1-1-1 Chen 1-1 Chen 1-1-1 Chen 1-1-1 Chen 1-1-1 Chen 1-1-1 Chen 1-1-1 Chen 1-1 Chen 1-1-1 Chen 1-1 Chen 1	Chapin 1.3.3.4.32	1484848			08/296001
Chaudiny 6-7-3-3-9 47/1996 09/58455	Charles 1-4	1/15/1699			09/414228
Chauchiny 7-9-14-118-12 Chauchiny 8-13-28-141-8 Chauchiny 8-13-28-141-8 Chauchiny 8-13-28-141-8 S8/2000 Chean 1 5-2000 S8/2000 Chan 1 5-2000 Chan 1 5-2001998 Chauchiny 8-13-28-141-8 Chan 1 5/201998 Chauchiny 8-13-28-141-8 Chan 1-1 Cha	Chaudhry 2-3-5	4/7/4000		08/968484	08/232114
Chaudiny 8-13-28-141-8-12 Chaudiny 8-13-28-141-8-18 Cheeh 1-1-54 Cheeh 1-1-54 Chen 1 Chen 10-73-6-14-7-19 Chen 1-1-34 Chen 10-73-6-14-7-19 Chen 1-1-34 Chen 10-73-6-14-7-19 Chen 1-1-34 Chen 1-1 Chen 1-1-38-1 Chen 2-1-38-19 Chen 2-1-38-19 Chen 2-1-38-19 Chen 2-1-38-19 Chen 2-1-38-19 Chen 2-1-38-11 Chen 2-1-38-19 Chen 2-1-38-11 Chen 2-1-38-19 Chen 2-1-38-19 Chen 2-1-38-19 Chen 2-1-38-19 Chen 2-1-38-19 Chen 2-1-38-19 Chen 3-1 Chen 4 11/13/1968 Chen 4 11/13/1968 Chen 4 11/13/1969 Chen 5-13-18 13/30/2000 Chen 5-13-18 13/30/2000 Chen 6-12-8 Chen 6-12-8 4/3/1969 Chen 6-12-8 Chen 6-12-8 4/3/1969 Chen 6-12-8 Chen 6-13-3 3/30/2000 Chen 7-3 Chen 6-18-8-2 Chen 6-17-3 Chellur 14-148 1/19/2000 Chellur 14-148 1/19/20	Chaudhry 8-7-3-83-9	7/30/4000		09/05R588	
Chesh 1-1-54 8/8/2000 08/834401 09/997012 Chen 1 5/20/1938 09/997012 Chen 1 5/20/1938 09/992284 Chen 10-48 418/2000 08/741010 09/651483 Chen 10-73-8-14-7-19 10/31/1939 08/741010 09/651483 Chen 10-73-8-14-7-19 10/31/1939 08/741010 09/651483 Chen 1-1-1 5/11/2000 08/741010 09/651483 Chen 1-1-1 1/21/1939 09/741010 09/651483 Chen 1-2-3-3-11 12/17/1939 3/21/2000 80/75813 08/768285 Chen 1-2-1-8-11 1/13/1939 3/21/2000 60/1418 Chen 13-10-8-1 1/13/1939 3/21/2000 60/1657 09/958531 Chen 2-1-8-7-11-18-10-15-17- 7/24/1938 09/12258 09/12258 09/233513 Chen 2-1-8-7-11-18-10-15-17- 7/24/1938 09/12258 09/233513 Chen 2-1-8-7-11-18-10-15-17- 7/24/1938 09/12258 09/233513 Chen 2-1-8-7-11-18-10-15-17- 7/24/1938 09/12258 09/233513 Chen 3-1 1/13/1939 09/008570 09/587/200 Chen 3-1 1/13/1938 09/008570 09/587/200 Chen 3-1 1/13/1938 09/008570 09/587/200 Chen 3-1 1/13/1938 09/008570 09/58880089 Chen 3-46-67 1/11/2000 09/58573 09/58573 Chen 4 1/1/2000 09/58573 09/58573 Chen 5-13-13 09/5000 09/58577 Chen 5-13-13 09/5000 09/58577 Chen 6-29 4/3/1938 09/054678 Chen 6-29 4/3/1938 09/054678 Chen 6-29 4/3/1938 09/054678 Chen 6-29 4/3/1938 09/054677 Chen 6-29 4/3/1938 09/054677 Chen 6-29 4/3/1938 09/054677 Chen 6-29 4/3/1938 09/054678 Chen 6-29 4/3/1938 09/054678 Chen 6-29 4/3/1938 09/054677 Chen 6-13-3-3 3/2000 09/58555 Chen 7-3-10-8-24 4/3/1938 09/58555 Chen 7-3-10-8-24 4/3/1938 09/58555 Chen 7-3-10-8-24 4/3/1938 09/58555 Chen 9-17-7-3-7 8/24/1939 09/534623 Chethur 10-11-10-113-13 7/30/1939 09/534623 Chethur 10-11-10-113-14 1/42000 09/531585	Chaudhry 7-9-14-118-12			05.05000	MA MA
Chen 1 5/20/1999	Chaudhry 8-13-26-141-8	6/20/2000			09/384603
Chen 10-48	Chean 1-1-54	8/9/2000			09/36438B
Chen 10-48	Chen 1	5/20/190a		09/834401	09/38/015
Chen 10-73-6-14-7-19 10/31/1998 08/741010 09/851483 Chen 1-1-38-1 5/11/2000 08/741010 09/851483 Chen 1-2-1 12/17/1998 07/32000 08/741010 09/858887 Chen 1-2-1 12/17/1998 07/32000 08/741010 09/858887 Chen 1-2-3-5-11 3/18/1997 6/13/2000 6078913 09/456285 Chen 1-3-10-6-1 97/1998 3/21/2000 6041419 Chen 2-1-58-19 6/28/2000 08/7823355 Chen 2-1-58-19 1/20/1999 7/18/2000 6081857 09/805931 Chen 2-1-57-11-18-10-15-17- 7/24/1998 09/122558 Chen 2-1-57-1-18-10-15-17- 7/24/1998 09/122558 Chen 2-1-58-19 1/13/1998 09/122558 Chen 2-1-58-19 1/13/1999 09/805970 Chen 2-24 1/13/1999 09/805970 Chen 3-1 1/13/1999 09/80599 09/808570 Chen 3-1 1/13/1999 09/80899 09/80899 Chen 3-1 1/12/1999 09/80899 Chen 3-1 1/12/1999 09/80899 Chen 4 1/13/1998 09/80999 Chen 4 1/13/1998 09/80999 Chen 4 1/13/1998 09/80999 Chen 4-17-157 09/36999 09/368978 Chen 5-1-3-18 1/12/1999 09/369978 Chen 5-1-3-18 3/30/2000 09/808978 Chen 5-13-18 3/30/2000 09/808888 Chen 5-10-4-4 4/21/1999 09/805888 Chen 5-10-4-4 4/21/1999 09/805888 Chen 5-10-4-2 4/21/1999 09/80585 Chen 5-10-6-2 4/21/1999 09/80585 Chen 5-10-6-2 4/21/1999 09/80585 Chen 5-17-3-7 8/30/1999 09/80585 Chen 6-10-4-8 9/30/1999 09/80885 Cheller 10-11-104-119-13 7/30/1999 8/15/2000 6103588 Cheller 10-11-104-119-13 7/30/1999 8/15/2000 09/8485785 Cheller 11-148	Chen 1	6/1A/100A	4144.0000		
Chen 1-138-1 5/11/2000 08/741010 09/651483 Chen 1-1-38-1 5/11/2000 08/741010 09/658887 Chen 1-21 12/17/1999 09/658887 Chen 1-21 3/18/1997 6/13/2000 6041419 Chen 13-10-6-1 8/7/1998 3/21/2000 6041419 Chen 21-18-19 6/28/2000 08/782365 Chen 2-18 1/20/1999 7/18/2000 6041419 Chen 21-87-11-18-10-16-17- 7/24/1998 6091887 09/233513 Chen 2-18-74-93 6/28/2000 Chen 2-2-8 1/13/1998 09/22588 Chen 2-18-74-93 6/28/1999 09/08570 09/352366 Chen 3-4 1/13/1998 09/352366 Chen 3-1 1/13/1998 09/352366 Chen 4 1/12/1999 09/3523673 Chen 4 1/12/1999 09/352369 Chen 4-17-157 09/41999 09/352369 Chen 4-17-157 09/41999 09/352369 Chen 4-17-157 09/41999 09/352369 Chen 5-1-3-18 1/12/1999 09/35236888 Chen 6-10-4-4 4/21/1999 09/35236888 Chen 6-10-4-2-6 8/30/1999 09/352369 Chen 7-3-10-6-21 4/28/2000 09/352569 Chen 7-3-10-6-21 4/28/2000 09/352569 Chen 1-1-1-13 3/30/1999 09/352360 Chestur 10-11-104-119-13 7/30/1999 0/3523600 09/254609 Chestur 10-11-104-119-13 7/30/1999 0/3523600 09/254609 Chestur 10-11-104-119-13 7/30/1999 0/3523600 09/354878 Chestur 10-11-104-119-13 7/30/1999 0/3523600 09/354609	Chen 10-48		4/11/2000	6049498	
Chen 1-1-38-1	Chen 10-73-6-14-7-19				60/EE LANA
Chen 1-21	Chan 4 A an	5/11/2000	•	Q8/74101D	AND 1463
Chen 1-22-3-5-11 87/1998 3/21/2000 8075813 08/466285 Chen 13-10-6-1 87/1998 3/21/2000 8041418 08/782345 Chen 2-1-56-19 6/28/2000 08/782345 08/782345 Chen 2-1-6 1/20/1999 7/18/2000 6091867 09/233513 Chen 2-1-8-7-11-18-10-16-17- 7/24/1998 7/18/2000 6091867 09/233513 Chen 2-1-8-7-11-18-10-16-17- 7/24/1998 09/233513 Chen 2-1-8-7-8-8 3/28/1999 09/2006570 09/33513 Chen 2-9-8 3/28/1999 09/2006570 09/30806 Chen 3-1 1/13/1998 09/2006570 09/30806 09/2006570 Chen 3-1 1/13/1998 09/2006570 09/308066 09/2006570 Chen 3-1 1/13/1998 09/20066 09/2006570 09/308066 09/2006570 Chen 3-1 1/13/1999 09/308066 09/308069 09/308069 Chen 3-1 1/13/1999 09/308069 09/308069 09/308069 Chen 4-17-157 09/308069 09/308069 09/308069 09/308069 Chen 4-17-157 09/308069 09/308069 09/308069 Chen 4-17-157 09/308069 09/308069 09/308069 09/308069 Chen 5-13-16 3/30/2000 09/308069	Chen 1-1-38-1	12/17/1900			00/84000
Chen 13-10-6-1 1/13/1997 0641418	Chen 1-21	3/18/1992	AHAMAA		70/4E436e
Chen 2-1-85-19 628/2000 6041418 Chen 2-1-85-11-18-10-15-17- 25 Chen 2-18-7-11-18-10-15-17- 25 Chen 2-18-7-11-18-10-15-17- 25 Chen 2-18-7-4-83 8/20/2000 Chen 2-24 1/13/1998 09/005570 Chen 2-24 1/13/1998 09/005570 Chen 2-8-8 1/13/1998 09/005570 Chen 3 7/13/1998 09/005570 Chen 3 1/13/1998 09/005570 Chen 3-1 1/13/1998 09/005570 Chen 4-17-157 09/00570 Chen 4 11/28/1997 08/080099 Chen 4-17-157 8/4/1998 08/0999 Chen 4-17-158 0/007000 Chen 4-17-159 0/09/005000 Chen 5-13-18 1/12/1999 09/005000 Chen 5-17-2-20 09/005000 Chen 5-17-2-3-7 0/09/00000 Chen 5-17-2-3-7 0/09/00000 Chen 5-17-2-3-7 0/09/00000 Chen 5-17-2-20 09/000000 Chen 7-3-10-8-21 4/28/2000 Chen 5-17-3-7 0/09/000000000000000000000000000000000	Chen 1-22-3-5-11		6/13/2000	6075813	001400500
Chen 2-18	Chen 13-10-6-1		J/21/2000	6041418	
Chen 2-18-7-11-18-10-16-17- Z5 Chen 2-18-74-93 Chen 2-24 Chen 2-9-6 Chen 2-9-6 Chen 3-1 Chen 4 Chen 4-17-157 Chen 4-17-157 Chen 4-17-200 Chen 4-17-2-20 Chen 5-12-8 Chen 6-197-2-20 Chen 6-104-4 Chen 6-198-5-24 Chen 6-198-5-24 Chen 6-198-5-24 Chen 6-29 Chen 7-30 Chen 6-17-3-7 Chen 6-17-3-7 Chen 6-17-3-7 Chen 1-1-10 Chen 6-17-3-7 Chen 1-1-10 Chen 6-17-3-7 Chen 1-1-10 Chen 6-17-3-7 Chen 1-1-10 Chen 1-10	Chen 2-1-55-19			08/782365	
25	Chan 24 55 A4 A5 A5	1/20/1999	7/10/0504		09/808934
Chen 2-18-74-83 Chen 2-24 Chen 2-9-5 Chen 3 Chen 3 Chen 3 Chen 3-1 Chen 4 Chen 3-6-6 Chen 4 Chen 5-12 Chen 4 Chen 5-12-6-34-14 Chen 5-17-2-20 Chen 5-13-18 Chen 5-28 Chen 5-28 Chen 5-28 Chen 5-28 Chen 6-10-44 Ch	24 21-87-11-18-10-16-17-		7710/2000	6091667	
Chen 2-9-6 Chen 3				09/122588	05.200010
Chen 2-9-8 3/28/1999 09/008570 09/58/2000 Chen 3 3/28/1999 09/28/28/28/28/28/28/28/28/28/28/28/28/28/	Chan 2.24	8/20/2000			
Chen 3 7/13/1999 09/280808 09/280808	Chen 2.0.4	1/13/1988		<b>55 55</b> 55 55 55	09/597202
Chen 3-1	Chan 3	3/26/1999		09/008570	
Chen 3-1	Chen 3-1	7/13/1999			09/280806
Chen 3-46-67 1/11/2000 09/256573 09/2566978 09/256573 09/2566978 09/256699 09/2566998 09/25	Chen 3-1	11/13/1998			09/362586
Chen 4 11/26/1997 08/880099  Chen 4 11/13/1998 08/880099  Chen 4-17-157 8/4/1999 09/366978  Chen 4-17-157 6/20/2000 09/366978  Chen 4-17-2-2-3-34-14 1/12/1999 09/397078  Chen 5-17-2-20 3/31/1999 09/38688  Chen 5-17-2-20 3/31/1999 09/38688  Chen 6-10-4-4 4/3/1998 09/054678  Chen 6-10-4-4 4/3/1999 09/366877  Chen 6-29 4/3/1998 09/054678  Chen 7-3-10-8-21 4/26/2000 09/054677  Chen 7-3-30 8/31/1998 09/054677  Chen 8-18-8-2-6 8/31/1998 09/054677  Chen 8-18-8-2-6 8/31/1998 09/361275  Chen 8-17-7-3-7 8/26/1999 09/385718  Chesire 4-1-1-1-3 09/384025  Chettur 10-11-104-119-13 7/30/1999 8/15/2000 6103588 09/384025  Chettur 12-29-137-7 1/14/2000 09/483788	Chen 3.44.47	2/24/1999			09/190208
Chen 4 11/13/1968 09/481992 Chen 4 11/13/1968 09/481999 Chen 4-17-157 9/4/1999 09/368978 Chen 4-17-157 6/20/2000 09/368978 Chen 5-1-3-18 1/12/1999 09/358688 Chen 5-177-2-20 3/30/2000 60/115714 Chen 5-18-28 4/3/1999 09/054678 Chen 6-10-4-4 4/21/1999 09/261348 Chen 6-10-4-4 4/21/1999 09/054678 Chen 6-29 4/3/1998 09/054677 Chen 6-29 4/3/1998 09/054677 Chen 7-3-10-8-21 4/28/2000 09/054677 Chen 7-3-3 6/28/2000 09/054677 Chen 8-18-8-2-8 8/30/1999 09/143911 Chen 9-17-7-3-7 8/28/1999 09/385718 Chenwick 6 1/5/1999 Chettur 10-11-104-119-13 7/30/1999 8/15/2000 6103588 09/383025 Chettur 12-28-137-7 1/14/2000 6103588 09/384025 Chettur 14-148 1/19/2000 09/483788	Chen 4	1/11/2000		•	09/256573
Chen 4 Chen 4-17-157 Chen 4-3-1-2-6-34-14 Chen 5-1-3-18 Chen 5-1-3-18 Chen 5-177-2-20 Chen 5-10-4-4 Chen 6-10-4-4 Chen 6-10-4-4 Chen 6-10-4-5-24 Chen 6-10-5-21 Chen 7-3-10-5-21 Chen 7-3-10-5-21 Chen 7-3-10-5-21 Chen 8-18-8-2-6 Chen 9-17-7-3-7 Chen 8-18-8-2-6 Chen 9-17-7-3-7 Chen 9-17-7		11/28/1997		OI manase	09/481992
Chen 4-17-157 6/20/2000 09/366978 09/366978 Chen 4-3-1-2-8-34-14 1/12/1999 08/597078 0				A01900089	
Chen 4-3-1-2-6-34-14 Chen 5-1-3-18 Chen 5-1-3-18 Chen 5-177-2-20 Chen 5-28 Chen 6-10-4-4 Chen 6-10-4-4 Chen 6-10-4-4 Chen 6-10-4-5-24 Chen 6-29 Chen 7-3-10-6-21 Chen 7-3-3 Chen 7-3-10-6-21 Chen 8-16-6-2-8 C	Chen 4-17-157	6/4/1099			
Chen 5-1-3-18 Chen 5-177-2-20 Chen 5-177-2-20 Chen 5-28 Chen 6-10-4-4 Chen 6-10-4-4 Chen 6-10-4-4 Chen 6-10-4-4 Chen 6-10-4-4 Chen 6-10-4-4 Chen 6-10-4-5-24 Chen 6-29 Chen 6-29 Chen 7-3-10-6-21 Chen 7-3-10-6-21 Chen 7-3-10-6-21 Chen 8-18-6-2-8 Chen 8-18-6-2-8 Chen 8-18-6-2-8 Chen 8-18-6-2-8 Chen 8-17-7-3-7 Chen 9-17-7-3-7 Chen 9-17-7-3-7 Chesire 4-1-1-3 Cheswick 6 Chetiur 10-11-104-119-13 Chetiur 12-29-137-7 Chetiur 12-29-137-7 Chetiur 14-148  1/19/2000 Chetiur 14-148 CONSTRUCTION ON CONTROL OF CONTRO	Chan 4-3-1-2-8-34-14	6/20/2000			09/366978
Chen 5-177-2-20 Chen 5-28 Chen 6-10-4-4 Chen 6-19 Chen 6-29 Chen 6-29 Chen 7-3-10-6-21 Chen 7-3-10-6-21 Chen 7-3-10-6-21 Chen 8-18-6-2-6 Chen 8-18-6-2-6 Chen 8-18-6-2-6 Chen 9-17-7-3-7 Chen 9-17-7-3-7 Chesire 4-1-1-3 C	Chen 5.1-2.19	1/12/1999			09/597078
Chen 6-28 4/3/1998 09/054678  Chan 6-10-4-4 4/21/1999 09/054678  Chen 6-194-5-24 2/9/2000 09/295548  Chen 6-29 4/3/1998 09/054677  Chen 7-3-10-6-21 4/28/2000 09/5054677  Chen 7-33 8/31/1998 09/554677  Chen 8-16-6-2-6 8/30/1999 09/143911  Chen 9-17-7-3-7 8/28/1999 09/385718  Chesire 4-1-1-3 3/8/2000 09/385718  Cheswick 6 1/5/1998  Chettur 10-11-104-119-13 7/30/1999 8/15/2000 6103588 09/225409  Chettur 12-29-137-7 1/14/2000 09/483785	Chen 5-177-2-20				60/115714
Chen 6-10-4-4 4/21/1999 09/054676 09/261348 Chen 6-194-5-24 2/9/2000 09/26548 Chen 6-29 4/21/1998 09/054677 Chen 7-3-10-6-21 4/28/2000 09/054677 Chen 7-33 8/31/1998 09/143911 Chen 8-16-6-2-6 8/30/1999 09/3651275 Chen 9-17-7-3-7 8/28/1999 09/385718 Chesire 4-1-1-3 3/8/2000 09/383050 09/383050 09/521588 Chettur 10-11-104-119-13 7/30/1999 8/15/2000 6103588 09/225409 Chettur 12-29-137-7 1/14/2000 09/483785	Chen 5-28				09/538688
Chen 6-194-5-24 Chen 6-29 Chen 7-3-10-6-21 Chen 7-3-10-6-21 Chen 7-3-3 Chen 7-3-3 Chen 8-16-6-2-6 Chen 8-16-6-2-6 Chen 8-16-6-2-6 Chen 9-17-7-3-7 Chen 9-17-7-3-7 Chesire 4-1-1-3 Cheswick 6 Cheswick 6 Chestur 10-11-104-119-13 Chestur 12-29-137-7 Chestur 14-148  7/30/1999 8/15/2000 6103588 C9/26548 C9/26548 C9/3650855  09/561275 09/3651275				NOME 484A	09/261346
Chen 6-29	Chan 8-194-R-24			ASIO24019	
Chen 7-3-10-8-21 4/28/2000 09/054677  Chen 7-33 4/28/2000 09/054677  Chen 8-18-8-2-8 8/30/1999 09/143911  Chen 9-17-7-3-7 8/28/1999 09/385719  Chesire 4-1-1-1-3 09/385719  Chesire 4-1-1-1-13 7/30/1999 09/521588  Chetiur 10-11-104-119-13 7/30/1999 09/18/2000 6103588 09/225409  Chetiur 14-148 1/19/2000 09/483785	Chen 6-29				
Chen 7-33 8/31/1998 09/561275 Chen 8-16-8-2-8 8/30/1999 09/143911 Chen 9-17-7-3-7 8/28/1999 09/385718 Chestre 4-1-1-3 3/8/2000 09/383030 Chestre 4-1-104-119-13 7/30/1999 8/15/2000 6103588 09/225409 Chettur 12-29-137-7 1/14/2000 6103588 09/384025 Chettur 14-148 1/19/2000 09/483785	Chen 7-3-10-6-21			09/084822	09/500855
Chen 9-†7-7-3-7 8/26/1999 09/143911  Chestre 4-1-1-1-3 8/26/1999 09/385719  Chestre 4-1-1-1-3 3/8/2000 09/383030  Chestre 10-11-104-119-13 7/30/1999 8/15/2000 6103589 09/225409  Chettur 12-29-137-7 1/14/2000 6103589 09/384025  Chettur 14-148 1/19/2000 09/483785	Chen 7-33	4/26/2000		40,00,0017	84.00
Chen 9-17-7-3-7     8/26/1999     09/385718       Chesire 4-1-1-1-3     3/8/2000     09/383050       Cheswick 6     1/5/1999     09/521588       Chettur 10-11-104-119-13     7/30/1999     6/15/2000     6103589       Chettur 12-29-137-7     1/14/2000     6103589     09/384025       Chettur 14-148     1/19/2000     09/483785	Chen 8-16-6-2-6			09/143944	09/561275
Chesire 4-1-1-1-3 3/8/2000 09/383080 09/383080 09/383080 09/521588 09/521588 09/521588 09/521588 09/521588 09/521588 09/525409 09/225409 09/384025 09/384025 09/384025 09/483785	Chen 9-17-7-3-7	0/3U/1999		TO 1 THE	00.000
Chetiur 10-11-104-119-13 7/30/1999 8/19/2000 6103589 09/325409 Chetiur 12-29-137-7 1/14/2000 6103589 09/384025 Chetiur 14-148 1/19/2000 09/483785	Chasire 4-1-1-1-9				
Chettur 12-29-137-7 7/30/1999 9/15/2000 6103588 09/225409 Chettur 14-148 1/19/2000 09/483785	Chenwick 6				
Chettur 12-29-137-7 1/14/2000 6103588 09/384025 Chettur 14-148 1/19/2000 09/483785	Chetlur 10-11-104-119-13	7/30/1000	A448		V9/361 <b>555</b> 09/34444
Chettur 14-148 1/19/2000 09/483785	Chattur 12-28-137.7	1/14/2000	t/15/2 <b>000</b>	6103588	
	Chellur 14-146	1/10/2000		<b></b>	
		·· I GIENNY			46/45060 46/45000

47

## REST AVAILABLE COPY

ប្រ

STATE OF DELAMARE

SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 08/29/2002
020545229 - 3268412



#### CERTIFICATE OF OWNERSHIP AND MERGER

OF

Agere Systems Guardian Corp. (a Delaware corporation)

INTO

Agere Systems Inc. (& Delivers corporation)

## UNDER SECTION 253 OF THE GENERAL CORPORATION LAW OF THE STATE OF DELAWARE

Agere Systems Inc., a corporation organized and existing under the laws of Delaware ("Corporation"), DOES HEREBY CERTIFY:

FIRST: The Corporation is the owner of all of the outstanding shares of common stock of Agers Systems Guardian Corp., which is also a business corporation of the State of Delaware.

SECOND: On August 22, 2002 the Subsidiary Governance Committee of the Board of Directors of the Corporation adopted the following resolution to merge Agere Systems Guardian Corp. Into the Corporation:

RESOLVED that Agere Systems Guardian Corp., a Delaware corporation, shall be merged with end into Agere Systems Inc., a Delaware corporation, with Agere Systems Inc. being the surviving corporation, and Agere Systems Inc. shall thereupon assume all of the obligations of Agere Systems Guardian Corp."

THIRD: That the merger authorized hereby shall become effective as of 9:00 e.m. Eastern Standard Time on August 31, 2002.

Executed on August 22, 2002

AGERE SYRTEMS INC.

Paul Bento, Vice President

## The First State

I, HARRIET SMITE WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"AGERE SYSTEMS GUARDIAN CORP.", A DELAWARE CORPORATION.

WITH AND INTO "AGERE SYSTEMS INC." UNDER THE NAME OF "AGERE SYSTEMS INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE

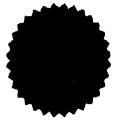
LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF AUGUST, A.D. 2002, AT 9 O'CLOCK

A.M.

AND I DO HERBBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF AUGUST, A.D. 2002.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

BEST AVAILABLE COPY



Harriet Smith Windsor, Secretary of State

3268412 B100M

020545223

AUTHENTICATION: 1959517

DATE: 08-29-02